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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC.**

|                       |         |
|-----------------------|---------|
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August 7, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

GRAHAM CLARK JONES ET AL.

SUBJECT: MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC.  
REF: W07000038358

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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**ARTICLES OF INCORPORATION OF  
MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC.**

**(a corporation not for profit)**

The undersigned subscribers and directors hereby file these Articles of Incorporation of **MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC.**, pursuant to 617.02, Florida Statutes.

**ARTICLE I**

The name of the Corporation shall be **MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC.**, and its physical address is 132 W. Plant Street, Winter Garden, Florida 32787, and the mailing address shall be P.O. Box 770609, Winter Garden, Florida, 34777.

**ARTICLE II**

The purpose for which the Corporation is organized is to establish, maintain and operate the common areas and recreational facilities, not for profit but solely for the mutual advantages of the Members (defined below), to present a unified effort to the Members in protecting the value of the property of the Members in Marbella Reserve, Orange County, Florida; and to engage in other activities in Marbella Reserve, according to the plat thereof recorded in Plat Book 67, Page 6 of the Public Records of Orange County, Florida including without implied limitation the following:

(1) Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Declaration of Easements, Covenants, Conditions, and Restrictions for Marbella Reserve, hereinafter called the "Declaration," (which term when used is these Articles shall include all amendments, modifications, supplements, restatements, and other revisions properly made to the original Declaration) applicable to the property and recorded or to be recorded in the Office of the Comptroller, Orange County, Florida, said Declaration being incorporated herein as if set forth at length;

(2) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses in connection therewith and all office and other expenses incident to the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association.

(3) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

(4) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(5) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members;

(6) Participate in mergers and consolidations with other non-profit organizations organized for the same purposes or annex additional residential property and Common Area.

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(7) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

### ARTICLE III

The Members of the Corporation shall be limited to owners of lots in MARBELLA RESERVE, according to the Plat thereof recorded in the Public Records of Orange County, Florida, and owners of any subsequent lots which may be annexed to the Declaration. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

### ARTICLE IV

This Corporation shall have perpetual existence.

### ARTICLE V

The name and street address of the initial registered office and the initial registered agent is as follows:

James R. Pratt, Esquire  
Graham, Builder, Jones, Pratt & Marks, LLP  
369 N. New York Avenue, Third Floor  
Winter Park, Florida 32789.

### ARTICLE VI

The affairs of the Corporation shall be managed by a Board of Directors of not less than three (3) nor more than seven (7). The Board of Directors shall be elected by the Members of the Corporation and shall be elected annually. The Board of Directors shall elect or appoint a President, Vice President, Secretary, Treasurer, and Assistant Secretary at the first meeting of the Board of Directors following each annual meeting of the Members. The duties of the officers shall be prescribed by the Bylaws of the Corporation.

### ARTICLE VII

The names of the officers who are to serve until the first election by the Board of Directors shall be:

Robert W. Holston, Jr.  
P.O. Box 770609  
Winter Garden, Florida 34777

President

Rohland A. June, II  
P.O. Box 770609  
Winter Garden, Florida 34777

Vice President

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Robert W. Holston, Jr.  
P. Box 770609  
Winter Garden, Florida 34777

Secretary

Rohland A. June, II  
P.O. Box 770609  
Winter Garden, Florida 34777

Treasurer

#### ARTICLE VIII

The Bylaws of the Association shall be adopted and from time to time amended by the Board of Directors.

#### ARTICLE IX

The names of the persons constituting the first Board of Directors and who will serve until the first election are:

NameAddress

Robert W. Holston, Jr

P.O. Box 770609  
Winter Garden, Florida 34777

Rohland A. June, II

P.O. Box 770609  
Winter Garden, Florida 34777

Jacqueline May

P.O. Box 770609  
Winter Garden, Florida 34777

#### ARTICLE X

The name and street address of the incorporator of these Articles of Incorporation is James R. Pratt, 369 North New York Avenue, Third Floor, Winter Park, Florida 32789.

#### ARTICLE XI

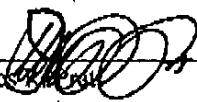
Amendments to the Articles of Incorporation may be proposed by any Member and adopted by a seventy-five percent (75%) vote thereof. Notwithstanding the foregoing, the Declarant identified in the Declaration shall have the right to amend these Articles of Incorporation in the event of Annexation in accordance with the Declaration.

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## ARTICLE XII

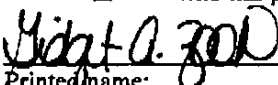
Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

IN WITNESS WHEREOF, the undersigned have subscribed their names respectively to the Articles of Incorporation of MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC., a corporation not for profit, this 2 day of August, 2007.

  
James R. Pratt  
Incorporator

SWORN TO AND SUBSCRIBED before me this 2<sup>nd</sup> day of August, 2007, by JAMES R. PRATT

☒ who is personally known, or  
☐ who has produced \_\_\_\_\_ as identification.

  
Printed name: \_\_\_\_\_  
Notary Public - State of Florida at Large  
Commission Number: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_



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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **MARBELLA RESERVE HOMEOWNER'S ASSOCIATION, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named James R. Pratt, located at 369 N. New York Avenue, Third Floor, City of Winter Park, County of Orange, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DATED: August 2, 2007

James R. Pratt

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